

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

NEPTUNE TECHNOLOGIES &
BIORESSOURCES, INC. and
L'UNIVERSITÉ DE SHERBROOKE,

Plaintiffs,

v.

AKER BIOMARINE ANTARCTIC AS
AKER BIOMARINE ASA,
JEDWARDS INTERNATIONAL, INC. and
VIRGIN ANTARCTIC LLC,

Defendants.

Case No. 1:09-cv-11946-MLW

**EXHIBITS 2–7, 9, 13, 15, 17 and 20
FILED UNDER SEAL**

AKER BIOMARINE ANTARCTIC AS,
JEDWARDS INTERNATIONAL, INC. and
VIRGIN ANTARCTIC LLC,

Counterclaim Plaintiffs,

v.

NEPTUNE TECHNOLOGIES &
BIORESSOURCES, INC. and
L'UNIVERSITÉ DE SHERBROOKE,

Counterclaim Defendants.

**DECLARATION OF MATTHEW J. SHIELS IN SUPPORT OF AKBM ANTARCTIC'S
RENEWED MOTION FOR SUMMARY JUDGMENT OF NON-INFRINGEMENT**

I, Matthew J. Shiels, declare as follows:

1. I am a member of the state bar of Illinois and have been admitted *pro hac vice* in the District of Massachusetts. I work at in the Chicago office of the law firm of Kirkland & Ellis LLP, and I represent the Defendants and Counterclaim Plaintiffs in the above-captioned case.

2. I am familiar with the documents filed with the Court in this litigation, the Court's orders, and the documents and correspondence that have been served and produced in this case.

3. I have personal knowledge of the facts stated in this Declaration.

4. Attached hereto as Exhibit 1 is a true and accurate copy of United States Patent Number 6,800,299.

5. Attached hereto as Exhibit 2 is a true and accurate copy of Plaintiffs' and Counterclaim Defendants' Amended First Supplemental Response to Defendants' and Counterclaim Plaintiffs' First Set of Interrogatories (Nos. 1-9), served on August 11, 2010. Exhibit 2 contains confidential information and is being filed under seal. A public, redacted version is being filed as well.

6. Attached hereto as Exhibit 3 is a true and accurate copy of the expert report of Bradley Moore, Ph.D. Exhibit 3 contains confidential information and is being filed under seal. A public, redacted version is being filed as well.

7. Attached hereto as Exhibit 4 is a true and accurate copy of excerpts from the November 9, 2010 deposition of Bradley Moore, Ph.D. Exhibit 4 contains confidential information and is being filed under seal. A public, redacted version is being filed as well.

8. Attached hereto as Exhibit 5 is a true and accurate copy of excerpts from the August 27, 2010 deposition of Anne Grethe Gustavsen. Exhibit 5 contains confidential information and is being filed under seal. A public, redacted version is being filed as well.

9. Attached hereto as Exhibit 6 is a true and accurate copy of excerpts from the November 18, 2010 deposition of Dr. Daniel Raben, Ph.D. Exhibit 6 contains confidential information and is being filed under seal. A public, redacted version is being filed as well.

10. Attached hereto as Exhibit 7 is a true and accurate copy of excerpts from the August 26, 2010 deposition of Svein Ivar Holm. Exhibit 7 contains confidential information and is being filed under seal. A public, redacted version is being filed as well.

11. Attached hereto as Exhibit 8 is a true and accurate copy of a specification for methanol, which was obtained from the website www.gjchemical.com.

12. Attached hereto as Exhibit 9 is a true and accurate copy of the expert report of Dr. Daniel Raben, Ph.D. Exhibit 9 contains confidential information and is being filed under seal. A public, redacted version is being filed as well.

13. Attached hereto as Exhibit 10 is a true and accurate copy of excerpts from the September 14, 2010 deposition of Adrien Beaudoin.

14. Attached hereto as Exhibit 11 is a true and accurate copy of the October 23, 2003 Office Action Response in the prosecution of United States Patent Number 6,800,299.

15. Attached hereto as Exhibit 12 is a true and accurate copy of Plaintiffs' Disagreements With Defendants' Proposed Constructions, served on September 24, 2010.

16. Attached hereto as Exhibit 13 is a true and accurate copy of excerpts from the August 24, 2010 deposition of Neptune's Rule 30(b)(6) witness, Tina Sampalis. Exhibit 13 contains confidential information and is being filed under seal. A public, redacted version is being filed as well.

17. Attached hereto as Exhibit 14 is a true and accurate copy of the February 24, 2003 Office Action in the prosecution of United States Patent Number 6,800,299.

18. Attached hereto as Exhibit 15 is a true and accurate copy of Aker BioMarine Antarctic AS's Krill meal (powder) – Process flowchart and description, produced at

AKER000001–2. Exhibit 15 contains confidential information and is being filed under seal. A public, redacted version is being filed as well.

19. Attached hereto as Exhibit 16 is a true and accurate copy of correspondence from Amanda Hollis, counsel for Defendants, to Vinita Ferrera, counsel for Plaintiffs, dated July 2, 2010.

20. Attached hereto as Exhibit 17 is a true and accurate copy of correspondence from Amanda Hollis to Sadaf Abdullah, counsel for Plaintiffs, dated July 13, 2010. Exhibit 17 contains confidential information and is being filed under seal. A public, redacted version is being filed as well.

21. Attached hereto as Exhibit 18 is a true and accurate copy of correspondence from Amanda Hollis to Sadaf Abdullah dated July 20, 2010.

22. Attached hereto as Exhibit 19 is a true and accurate copy of correspondence from Amanda Hollis to Sadaf Abdullah dated August 2, 2010.

23. Attached hereto as Exhibit 20 is a true and accurate copy of correspondence from Amanda Hollis to Sadaf Abdullah dated August 4, 2010. Exhibit 20 contains confidential information and is being filed under seal. A public, redacted version is being filed as well.

24. Attached hereto as Exhibit 21 is a true and accurate copy of correspondence from Sadaf Abdullah to Amanda Hollis dated September 13, 2010.

25. Attached hereto as Exhibit 22 is a true and accurate copy of correspondence from Gayle Dissen, legal assistant at Kirkland & Ellis LLP (counsel for Defendants), to Vinita Ferrera dated July 20, 2010.

26. Attached hereto as Exhibit 23 is a true and accurate copy of correspondence from Gayle Dissen to Vinita Ferrera dated July 21, 2010.

27. Attached hereto as Exhibit 24 is a true and accurate copy of correspondence from Gayle Dissen to Vinita Ferrera dated July 22, 2010.

28. Attached hereto as Exhibit 25 is a true and accurate copy of correspondence from Gayle Dissen to Vinita Ferrera dated July 23, 2010.

29. Attached hereto as Exhibit 26 is a true and accurate copy of correspondence from Gayle Dissen to Vinita Ferrera dated August 3, 2010.

I declare under the penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Executed: December 7, 2010

/s/ Matthew J. Shiels
Matthew J. Shiels

CERTIFICATE OF SERVICE

I hereby certify that on December 7, 2010, a true and correct copy of the foregoing **DECLARATION OF MATTHEW J. SHIELS IN SUPPORT OF AKBM ANTARCTIC'S RENEWED MOTION FOR SUMMARY JUDGMENT OF NON-INFRINGEMENT**, filed through the ECF system, will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as nonregistered participants on December 7, 2010.

/s/ Matthew J. Shiels